

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

BRIDGEPORT MUSIC, INC., *et al.*

Plaintiffs,

v.

ROBERT HILL MUSIC, *et al*

Defendants.

No. 3:05-0377

Jury Demand  
Judge Campbell  
Magistrate Judge Brown

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**MOTION OF DEFENDANT UMG RECORDINGS, INC. FOR LEAVE TO FILE  
CERTAIN DOCUMENTS UNDER SEAL PURSUANT TO ORDER OF APRIL 17, 2006**

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Defendant UMG Recordings, Inc. (“UMG”) hereby respectfully moves this Court for an order authorizing the filing under seal of Exhibit 2 to the Declaration of Marc E. Mayer in support of its Motion To Enforce the Parties’ Agreement To Dismiss Claims On Seven Products At Issue, Or, Alternatively, For Leave To File A Dispositive Motion And Counterclaim.

Good cause exists to allow this document to be filed under seal. Indeed, the requested filing under seal is required by this Court’s orders. On April 17, 2006, this Court issued an order requiring Plaintiff Bridgeport Music, Inc. (“Bridgeport”) to produce documents reflecting portions of a settlement agreement between itself and members of the Warner Music Group (the “Warner Settlement Agreement.”) Pursuant to that order, such documents were to be provided by Bridgeport to UMG on an attorneys’-eyes only basis, not to be disclosed without permission of the Court.

The Warner Settlement Agreement is critical and central to the issues presented in UMG’s Motion. Accordingly, the relevant portions of the Warner Settlement Agreement

(Exhibit 2 to the Declaration of Marc E. Mayer) are attached hereto and filed under seal concurrently herewith.

Date: October 10, 2006

Submitted by:

/s/ Russell J. Frackman

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*Attorneys for Defendants Universal-Songs of  
PolyGram International, Inc. and UMG  
Recordings, Inc.*

### **CERTIFICATE OF SERVICE**

The undersigned does hereby certify that a true and exact copy of the foregoing MOTION OF DEFENDANT UMG RECORDINGS, INC. FOR LEAVE TO FILE CERTAIN DOCUMENTS UNDER SEAL PURSUANT TO ORDER OF APRIL 17, 2006 was served upon Plaintiffs, via the Court's electronic filing system, to the following address:

Richard S. Busch  
Ramona DeSalvo  
KING & BALLOW  
1100 Union Street Plaza  
315 Union Street  
Nashville, Tennessee 37201

on the 10th day of October, 2006.

By: /s/ Philip M. Kirkpatrick  
Philip M. Kirkpatrick